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**BALL, JANIK & NOVACK**  
ATTORNEYS AT LAW

1101 PENNSYLVANIA AVE, N.W., SUITE 1035  
WASHINGTON, D. C. 20004  
TELEPHONE (202) 638-3307  
TELECOPY (202) 783-6947

101 S.W. MAIN ST., SUITE 1100  
PORTLAND, OREGON 97204 3274  
TELEPHONE (503) 228-2525  
TELECOPY (503) 295-1058

February 15, 1995

**Louis E. Gitomer**  
Direct Dial: (202)466-6532

10242  
FEB 15 1995 12:05 PM

Honorable Vernon A. Williams  
Secretary  
Interstate Commerce Commission  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11303.

The document is a Memorandum of Lease Agreement, a primary document, dated as of February 14, 1995. We request that this document be recorded under the next available Recordation Number.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

Signet Leasing and Financial Corporation  
7 St. Paul Street  
Baltimore, MD 21203

Lessee:

Northern States Power Company  
414 Nicollet Mall  
Minneapolis, MN 55401

A description of the equipment covered by the Memorandum of Lease Agreement consists of 235 Trinity HK-40171 body-steel underframe mechanized rapid discharge IV coal cars numbered NSPX 94501-94735, inclusive.

*Counterparts - [Signature]*

BALL, JANIK & NOVACK

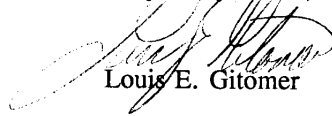
Honorable Vernon A. Williams  
February 15, 1995  
Page 2

A fee of \$21.00 is enclosed. Please return one original to:

Louis E. Gitomer  
Of Counsel  
Ball, Janik & Novack  
Suite 1035  
1101 Pennsylvania Avenue, N.W.  
Washington, DC 20004

A short summary of the document to appear in the index follows: (1) a Memorandum of Lease Agreement between Signet Leasing and Financial Corporation, 7 St. Paul Street, Baltimore, MD 21203, and Northern States Power Company, 414 Nicollet Mall, Minneapolis, MN 55401, covering 235 Trinity HK-40171 body-steel underframe mechanized rapid discharge IV coal cars numbered NSPX 94501-94735, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosures



Interstate Commerce Commission  
Washington, D.C. 20423-0001

2/15/95

Office Of The Secretary

Louis E. Sitomex  
Ball, Janik & Novack  
1101 Pennsylvania Ave., NW, Ste. 1035  
Washington, DC., 20004

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/15/95 at 12:05PM, and assigned recordation number(s). 19242.

Sincerely yours,

Vernon A. Williams  
Secretary

Enclosure(s)

(0100525019)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

**EXECUTION COPY**

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**MEMORANDUM OF LEASE AGREEMENT**

dated as of February 15, 1995

RECORDING NO. 19242 FILED 1425  
FEB 15 1995 - 12 05 PM  
FEDERAL DEPARTMENT OF COMMERCE COMMISSION

between

**NORTHERN STATES POWER COMPANY**

as Lessee,

and

**SIGNET LEASING AND FINANCIAL CORPORATION**

as Lessor

---

**FILED WITH THE INTERSTATE COMMERCE COMMISSION  
PURSUANT TO 59 U.S.C. § 11303  
on \_\_\_\_\_ at \_\_\_\_\_.m.**

## MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of February 15, 1995, by and between SIGNIFT LEASING AND FINANCIAL CORPORATION, a Maryland corporation ("Lessor"), and NORTHERN STATES POWER COMPANY, a Minnesota corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, 235 Trinity HK-40171 body-steel underframe mechanized rapid discharge IV coal cars bearing serial number NSPX 94501 through 94735, inclusive, described in that certain Master Equipment Lease Agreement, dated as of February 15, 1995 (the "Lease"), between Lessor and Lessee, and the Lease Supplements to be executed and delivered by Lessor and Lessee from time to time pursuant thereto.
2. The Lease shall be effective as of the Acceptance Date (as defined in the Lease) and shall be subject to the Term (as defined in the Lease).

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

SIGNET LEASING AND FINANCIAL CORPORATION

By: H. Clifton Gottwals  
Title: Assistant Vice President

NORTHERN STATES POWER COMPANY

By: \_\_\_\_\_  
Title: \_\_\_\_\_

STATE OF MARYLAND )  
City ) ss.  
COUNTY OF Baltimore )

On this the 10<sup>th</sup> day of February, 1995 before me appeared H. Clifton Gottwals, the person who signed this instrument, who acknowledged that (s)he is the Assistant Vice President of SIGNET LEASING AND FINANCIAL CORPORATION and that being duly authorized (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

Mary M. Clark  
Notary Public

My commission expires:

March 1, 1996

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

SIGNET LEASING AND FINANCIAL CORPORATION

By: \_\_\_\_\_  
Title: \_\_\_\_\_

NORTHERN STATES POWER COMPANY

By: Douglas D. Anthony  
Title: President, NSP Generation

STATE OF MARYLAND )  
COUNTY OF \_\_\_\_\_ ) ss.

On this the \_\_\_\_ day of February, 1995 before me appeared \_\_\_\_\_, the person who signed this instrument, who acknowledged that (s)he is the \_\_\_\_\_ of SIGNET LEASING AND FINANCIAL CORPORATION and that being duly authorized (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

\_\_\_\_\_  
Notary Public

My commission expires:

\_\_\_\_\_

STATE OF MINNESOTA       )  
                                      ) ss.  
COUNTY OF HENNEPIN       )

On this the 13th day of February, 1995 before me appeared Douglas D. Antony, the person who signed this instrument, who acknowledged that ~~xxx~~ he is the President, NSP Generation of NORTHERN STATES POWER COMPANY and that being duly authorized (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

  
\_\_\_\_\_  
Notary Public

My commission expires:

January 31, 2000

